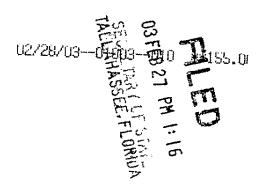
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Examiner's Initials

CONTACT:	PAM	
DATE:	(169-1324)	-
REF. #:	0169. 13247	
CORP. NAME:	AVENTURA TELEVISION, L.CC	
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ARTICLES OF ORGANIZATION OF

AVENTURA TELEVISION, L.L.C.

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of forming a limited liability company, under the laws of the State of Florida, do hereby set forth the following:

ARTICLE I NAME

The name of the limited liability company is: AVENTURA TELEVISION, L.L.C.

ARTICLE II PERIOD OF DURATION

The period of duration of the limited liability company shall be from the date filing these Articles of Organization until the dissolution of the limited liability company pursuant to provisions of the Florida Limited Liability Company Act.

ARTICLE III PURPOSE

The purpose for which the limited liability company is organized is to engage in production distribution, sales, advertising and promotion of filmed material in any format, and any and all other business and activities permitted by the laws of the State of Florida. The limited liability company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE IV ADDRESS OF PLACE OF BUSINESS

The mailing address, and the place of business in Florida, is 125 North 46 Avenue, Hollywood, FL 33021.

ARTICLE V REGISTERED AGENT

The name and address of the initial registered agent in Florida of the limited liability company is BRUCE M. GOTTLIEB, ESQ., 125 North 46 Avenue, Hollywood, FL 33021.

ARTICLE VI ADDITIONAL CONTRIBUTIONS

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events happening of which, that shall be made are as follows:

Total additional contributions have been agreed to at the date of filing these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the limited liability company, and in accord with Chapter of Florida Statutes.

ARTICLE VII MEMBERS

The initial members of the Organization are:

MARIO DUBOVOY CALDERON

100%

Members may admit additional members upon unanimous agreement of the then existing members.

CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall not be continued and the limited liability company shall be dissolved unless there is obtained the consent of all the remaining members of the limited liability company.

The limited liability company is to be managed by its managers. The name and address of the initial managers of the limited liability company are as follows:

NAME:

ADDRESS:

MARIO DUBOVOY CALDERON

125 North 46 Avenue Hollywood, FL 33021

The initial managers shall serve until their successor is elected and qualifies.

I AM HEREBY FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

EXECUTED at Holywood, Florida, on July 2003.

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing Articles of Organization were acknowledged before me on

| The foregoing Articles of Organization were acknowledged before me on

| The foregoing Articles of Organization were acknowledged before me on

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NOTARY PUBLIC:

Sign: Waola Williams
Print: Angel A Williams
My Commission Expires:

Angela Williams

commission # DD 042381

Bxpires Aug. 26, 2003

Bonded Thru

Atlantic Bonding Co., Inc.

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